

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

BATES ENERGY OIL & GAS LLC

Plaintiff,

vs.

**COMPLETE OIL FIELD SERVICES LLC
and SAM TAYLOR**

Defendants

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§ Civil Action No. 17-cv-00808-XR

**ORIGINAL ANSWER OF COUNTER DEFENDANT
TIER 1 SANDS LLC**

TO THE HONORABLE UNITED STATES DISTRICT JUDGE:

Now Comes Counter Defendant Tier 1 Sands LLC ("Counter Defendant") and files this Original Answer to the Counterclaim filed by Defendant/Counter-Plaintiff Complete Oil Field Service LLC (the "Counterclaim"), and would show:

ADMISSIONS AND DENIALS

1. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in the first three sentences of paragraph 1 of the Counterclaim. Counter Defendant denies the allegation that "No frac sand was ever delivered" as Tier 1 Sands LLC delivered all ordered frac sand to Frac Sand Unlimited, the only party in this litigation with whom Tier 1 Sands LLC had any contractual relationship. Counter Defendant denies all other allegations asserted in paragraph 1 of the Counterclaim.
2. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 2 of the Counterclaim.

3. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 3 of the Counterclaim.
4. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 4 of the Counterclaim.
5. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 5 of the Counterclaim.
6. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 6 of the Counterclaim.
7. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 7 of the Counterclaim.
8. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 8 of the Counterclaim.
9. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 9 of the Counterclaim.
10. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 10 of the Counterclaim.
11. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 11 of the Counterclaim.
12. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 12 of the Counterclaim.
13. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 13 of the Counterclaim.
14. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 14 of the Counterclaim.

15. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 15 of the Counterclaim.

16. Counter admits the allegation asserted in paragraph 16 of the Counterclaim.

17. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 17 of the Counterclaim.

18. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 18 of the Counterclaim.

19. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 19 of the Counterclaim.

20. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 20 of the Counterclaim.

21. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 21 of the Counterclaim.

22. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 22 of the Counterclaim.

23. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 23 of the Counterclaim.

24. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 24 of the Counterclaim.

25. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 25 of the Counterclaim.

26. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 26 of the Counterclaim.

27. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 27 of the Counterclaim.
28. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 28 of the Counterclaim.
29. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 29 of the Counterclaim.
30. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 30 of the Counterclaim.
31. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 31 of the Counterclaim.
32. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 32 of the Counterclaim.
33. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 33 of the Counterclaim.
34. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 34 of the Counterclaim.
35. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 35 of the Counterclaim.
36. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 36 of the Counterclaim.
37. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 37 of the Counterclaim.
38. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 38 of the Counterclaim.

39. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 39 of the Counterclaim.
40. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 40 of the Counterclaim.
41. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 41 of the Counterclaim.
42. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 42 of the Counterclaim.
43. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 43 of the Counterclaim.
44. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 44 of the Counterclaim.
45. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 45 of the Counterclaim.
46. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 46 of the Counterclaim.
47. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 47 of the Counterclaim.
48. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 48 of the Counterclaim.
49. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 49 of the Counterclaim.
50. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 50 of the Counterclaim.

51. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 51 of the Counterclaim.
52. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 52 of the Counterclaim.
53. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 53 of the Counterclaim.
54. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 54 of the Counterclaim.
55. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 55 of the Counterclaim.
56. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 56 of the Counterclaim.
57. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 57 of the Counterclaim.
58. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 58 of the Counterclaim.
59. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 59 of the Counterclaim.
60. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 60 of the Counterclaim.
61. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 61 of the Counterclaim.
62. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 62 of the Counterclaim.

63. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 63 of the Counterclaim.
64. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 64 of the Counterclaim.
65. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 65 of the Counterclaim.
66. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 66 of the Counterclaim.
67. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 67 of the Counterclaim.
68. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 68 of the Counterclaim.
69. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 69 of the Counterclaim.
70. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 70 of the Counterclaim.
71. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 71 of the Counterclaim.
72. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 72 of the Counterclaim.
73. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 73 of the Counterclaim.
74. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 74 of the Counterclaim.

75. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 75 of the Counterclaim.
76. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 76 of the Counterclaim.
77. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 77 of the Counterclaim.
78. Counter Defendant denies the allegation asserted in paragraph 78 of the Counterclaim.
79. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in the first sentence of paragraph 79 of the Counterclaim. Counter Defendant denies the allegation that “neither frac sand nor BOLs were delivered as Tiers 1 Sands LLC delivered all frac sand to Frac Sand Unlimited, the only party in this litigation with whom Tier 1 Sands LLC had any contractual relationship.
80. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in the first sentence of paragraph 80 of the Counterclaim. Counter Defendant denies the allegation that “no frac sand was delivered as Tiers 1 Sands LLC delivered all frac sand to Frac Sand Unlimited, the only party in this litigation with whom Tier 1 Sands LLC had any contractual relationship..
81. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 81 of the Counterclaim.
82. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in the first sentence of paragraph 82 of the Counterclaim. Counter Defendant denies the allegation asserted in the second sentence of paragraph 82 as Tier 1 Sands LLC is not affiliated with any other counter defendant in this litigation nor had any agreement to share funds from Defendant/Counter Plaintiff.

83. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 83 of the Counterclaim.
84. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 84 of the Counterclaim.
85. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 85 of the Counterclaim.
86. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 86 of the Counterclaim.
87. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 87 of the Counterclaim.
88. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 88 of the Counterclaim.
89. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 89 of the Counterclaim.
90. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 90 of the Counterclaim.
91. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 91 of the Counterclaim.
92. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 92 of the Counterclaim.
93. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 93 of the Counterclaim.
94. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 94 of the Counterclaim.

95. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 95 of the Counterclaim.
96. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 96 of the Counterclaim.
97. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 97 of the Counterclaim.
98. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 98 of the Counterclaim.
99. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 99 of the Counterclaim.
100. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 100 of the Counterclaim.
101. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 101 of the Counterclaim.
102. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 102 of the Counterclaim.
103. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 103 of the Counterclaim.
104. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 104 of the Counterclaim.
105. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 105 of the Counterclaim.
106. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 106 of the Counterclaim.

107. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 107 of the Counterclaim.
108. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 108 of the Counterclaim.
109. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 109 of the Counterclaim.
110. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 110 of the Counterclaim.
111. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 111 of the Counterclaim.
112. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 112 of the Counterclaim.
113. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 113 of the Counterclaim.
114. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 114 of the Counterclaim.
115. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 115 of the Counterclaim.
116. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 116 of the Counterclaim.
117. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 117 of the Counterclaim.
118. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 118 of the Counterclaim.

119. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 119 of the Counterclaim.
120. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 120 of the Counterclaim.
121. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 121 of the Counterclaim.
122. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 122 of the Counterclaim.
123. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 123 of the Counterclaim.
124. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 124 of the Counterclaim.
125. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 125 of the Counterclaim.
126. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 126 of the Counterclaim.
127. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 127 of the Counterclaim.
128. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 128 of the Counterclaim.
129. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 129 of the Counterclaim.
130. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 130 of the Counterclaim.

131. Counter Defendant restates its admission, denial or the fact that it is without sufficient knowledge to admit or deny the allegations listed above as re-alleged in paragraph 131 of the Counterclaim.
132. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 132 of the Counterclaim.
133. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 133 of the Counterclaim.
134. Counter Defendant restates its admission, denial or the fact that it is without sufficient knowledge to admit or deny the allegations listed above as re-alleged in paragraph 134 of the Counterclaim.
135. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 135 of the Counterclaim.
136. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 136 of the Counterclaim.
137. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 137 of the Counterclaim.
138. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 138 of the Counterclaim.
139. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 139 of the Counterclaim.
140. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 140 of the Counterclaim.
141. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 141 of the Counterclaim.

142. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 142 of the Counterclaim.
143. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 143 of the Counterclaim.
144. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 144 of the Counterclaim.
145. Counter Defendant restates its admission, denial or the fact that it is without sufficient knowledge to admit or deny the allegations listed above as re-alleged in paragraph 145 of the Counterclaim.
146. Counter Defendant denies each allegation asserted in paragraph 146 of the Counterclaim.
147. Counter Defendant denies each allegation asserted in paragraph 147 of the Counterclaim.
148. Counter Defendant denies each allegation asserted in paragraph 148 of the Counterclaim.
149. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 149 of the Counterclaim.
150. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 150 of the Counterclaim.
151. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 151 of the Counterclaim.
152. Counter Defendant is without sufficient knowledge to admit or deny the allegation asserted in paragraph 152 of the Counterclaim.
153. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 153 of the Counterclaim.

154. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 154 of the Counterclaim.

155. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 155 of the Counterclaim.

156. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 156 of the Counterclaim.

157. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 157 of the Counterclaim.

158. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 158 of the Counterclaim.

159. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 159 of the Counterclaim.

160. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 160 of the Counterclaim.

161. Counter Defendant restates it admission, denial or the fact that it is without sufficient

knowledge to admit or deny the allegations listed above as re-alleged in paragraph 161 of

the Counterclaim.

162. Counter Defendant deny the allegation asserted in paragraph 162 of the Counterclaim.

163. Counter Defendant is without sufficient knowledge to admit or deny the allegation

asserted in paragraph 163 of the Counterclaim.

164. Counter Defendant restates it admission, denial or the fact that it is without sufficient

knowledge to admit or deny the allegations listed above as re-alleged in paragraph 164 of

the Counterclaim.

165. Counter Defendant denies the allegation asserted in paragraph 165 of the Counterclaim.

166. Counter Defendant denies the allegation asserted in paragraph 166 of the Counterclaim.

WHEREFORE, PREMISES CONSIDERED, Counter Defendant, Tier 1 Sands LLC, prays that the Court render judgment that Defendant/Counter Plaintiff take nothing, dismiss Defendant/Counter Plaintiff's suit with prejudice, assess costs against Defendant/Counter Plaintiff, award Defendant attorneys' fees, and all other relief to which Tier 1 Sands LLC may be entitled at law or in equity.

Respectfully submitted,

VILLA & WHITE LLP

By: /s/Morris E. "Trey" White III

Morris E. "Trey" White III

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ATTORNEY FOR TIER 1 SANDS LLC

CERTIFICATE OF SERVICE

The undersigned attorney hereby certifies that on June 29, 2018, a true and correct copy of the foregoing Original Answer of Counter Defendant Tier 1 Sands LLC was served by ECF notification upon all counsel of record in accordance with the Federal Rules of Civil Procedure.

/s/Morris E. "Trey" White III

Morris E. "Trey" White III